

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

INTERNATIONAL UNION, UNITED)	
AUTOMOBILE, AEROSPACE AND)	2:10-cv-11366-AC-MJH
AGRICULTURAL IMPLEMENT)	
WORKERS OF AMERICA,)	
)	
)	
Plaintiff,)	
v.)	Honorable Avern Cohn
)	
GENERAL MOTORS LLC,)	
)	
Defendant.)	

INDEX OF GENERAL MOTORS LLC'S EXHIBITS

General Motors LLC ("New GM") has added highlighting to the following exhibits submitted by the UAW with their Motion For Summary Judgment. To avoid confusion, provisions previously highlighted by the UAW are colored yellow, provisions highlighted by New GM are colored blue, while any provisions highlighted by both parties have been colored green.

EXHIBIT	DESCRIPTION
2	UAW-Delphi-GM Memorandum of Understanding – Delphi Restructuring dated June 22, 2007
6	UAW-Delphi-GM Implementation Agreement Regarding 414(l) Transfers, Implementation of Term Sheet, Delphi Pension Freeze and Cessation of OPEB, and Application of Releases dated September 26, 2008
7	Memorandum of Understanding – Delphi Keep Sites dated May 16, 2009
9	2009 UAW Retiree Settlement Agreement between the UAW and New GM
12	Letter sent by the UAW to New GM on October 29, 2009

New GM also submits the following exhibits:

EXHIBIT	DESCRIPTION
25	Declaration of Johanna Fabrizio Parker dated December 17, 2012
26	Master Restructuring Agreement Between Delphi Corporation And General Motors Corporation dated September 6, 2007, as amended December 7, 2007
27*	Excerpt from deposition of Daniel Sherrick, taken July 10, 2012 *Filed under seal pursuant to the Stipulated Confidentiality Protective Order
27-1*	Sherrick Deposition Exhibit 6, GM – UAW Independent Trust Proposal *Filed under seal pursuant to the Stipulated Confidentiality Protective Order
27-2*	Sherrick Deposition Exhibit 15, E-mail from Daniel Sherrick to Beth Sax and Francis Jaworski *Filed under seal pursuant to the Stipulated Confidentiality Protective Order
28*	Excerpt from deposition of Frederick Henderson, taken July 27, 2012 *Filed under seal pursuant to the Stipulated Confidentiality Protective Order
29*	Excerpt from deposition of Francis Jaworski, taken September 4, 2012 *Filed under seal pursuant to the Stipulated Confidentiality Protective Order
30*	Excerpt from deposition of Ronald Gettelfinger, taken June 27, 2012 *Filed under seal pursuant to the Stipulated Confidentiality Protective Order
31	Excerpt from deposition of David Curson, taken May 25, 2012
31-1	Curson Deposition Exhibit 2, UAW Retiree Settlement Agreement between the UAW and Chrysler
31-2	Curson Deposition Exhibit 5, UAW Retiree Settlement Agreement between the UAW and Ford
31-3	Curson Deposition Exhibit 6, Declaration of David Curson dated June 25, 2009
32	Excerpt from Order (I) Authorizing Sale Of Assets Pursuant To Amended And Restated Sale And Purchase Agreement With NGMCO, Inc., A U.S. Treasury-Sponsored Purchaser; (II) Authorizing Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases In Connection With The Sale; And (III) Granting Related Relief in the matter <i>In re General Motors Corp., et al.</i> , Case No. 09-50026 (S.D.N.Y.)
33*	Excerpt from deposition of Andrew Yearly, taken on September 12, 2012 *Filed under seal pursuant to the Stipulated Confidentiality Protective Order
33-1*	Yearly Deposition Exhibit 2, Declaration of Andrew Yearly dated October 16, 2009 *Filed under seal pursuant to the Stipulated Confidentiality Protective Order

EXHIBIT	DESCRIPTION
33-2*	Yearly Deposition Exhibit 18, May 18, 2009 presentation *Filed under seal pursuant to the Stipulated Confidentiality Protective Order
33-3*	Yearly Deposition Exhibit 19, UAW Proposal dated May 19, 2009 *Filed under seal pursuant to the Stipulated Confidentiality Protective Order
34	Amended and Restated Master Restructuring Agreement Between Delphi Corporation And General Motors Corporation dated September 12, 2008
35	Excerpt from deposition of Calvin Rapson, taken June 6, 2012
36*	Excerpt from deposition of Diana Tremblay, taken June 12, 2012 *Filed under seal pursuant to the Stipulated Confidentiality Protective Order
37	Loan And Security Agreement By And Between The Borrower Listed On Appendix A As Borrower And The United States Department Of The Treasury As Lender, dated December 31, 2008
38	Supplemental Statement Of The International Union, United Automobile, Aerospace, And Agricultural Implement Workers Union Of America, AFL-CIO In Support Of Motion Of The Debtors To Approve The Sale Pursuant To The Master Sale And Purchase Agreement With Vehicle Acquisition Holdings, LLC; Assumption And Assignment Of Certain Executory Contracts; And Other Relief; And Response To Individual Retiree Statements Concerning Approval Of UAW Retiree Settlement Agreement filed in the matter <i>In re General Motors Corp., et al.</i> , Case No. 09-50026 (S.D.N.Y.)
39	Excerpt from the UAW's Memorandum Of Law Concerning Jurisdiction Over Motion Of General Motors LLC To Enforce The Sale Order filed in the matter <i>In re General Motors Corp., et al.</i> , Case No. 09-50026 (S.D.N.Y.)
40	Excerpt from the transcript of the June 30, 2009 sale hearing in the matter <i>In re General Motors Corp., et al.</i> , Case No. 09-50026 (S.D.N.Y.)
41	Excerpt from the transcript of the July 1, 2009 sale hearing in the matter <i>In re General Motors Corp., et al.</i> , Case No. 09-50026 (S.D.N.Y.)
42	Excerpt from the transcript of the July 2, 2009 sale hearing in the matter <i>In re General Motors Corp., et al.</i> , Case No. 09-50026 (S.D.N.Y.)
43	Notice Of Filing Of Exhibits Offered Into Evidence At Hearing To Consider Debtors' Motion To Approve The Sale Pursuant To The Amended And Restated Master Sale And Purchase Agreement filed in the matter <i>In re General Motors Corp., et al.</i> , Case No. 09-50026 (S.D.N.Y.)
44*	Bondholders' Exhibit 3, introduced into evidence at the sale hearing on June 30, July 1, and July 2, 2009 in the matter <i>In re General Motors Corp., et al.</i> , Case No. 09-50026 (S.D.N.Y.) *Filed under seal pursuant to the Stipulated Confidentiality Protective Order

EXHIBIT	DESCRIPTION
45	Response Of The International Union, United Automobile, Aerospace And Agricultural Implement Workers Of America, AFL-CIO To Objections To Debtors' Motion For An Order Authorizing The Sale Of Substantially All Of The Debtors' Assets And Other Relief filed in the matter <i>In re General Motors Corp., et al.</i> , Case No. 09-50026 (S.D.N.Y.)
46	Excerpt from the 10-K for the fiscal year ending December 31, 2007 filed by Delphi Corporation on February 19, 2008

Dated: December 17, 2012

Respectfully submitted,

Edward W. Risko (P36699)
edward.w.risko@gm.com
General Motors
Legal Staff
300 Renaissance Center
Suite MC 482-C24-C66
Detroit, Michigan 48265-3000

/s/ Johanna Fabrizio Parker
Robert S. Walker (Ohio Bar No. 0005840
(Admitted to E.D. Michigan 08/18/93)
rswalker@jonesday.com
Johanna Fabrizio Parker (Ohio Bar No. 0071236)
(Admitted to E.D. Michigan 09/20/12)
jfparker@jonesday.com
JONES DAY
North Point
901 Lakeside Avenue
Cleveland, Ohio 44114-1190
Telephone: 216-586-3939
Facsimile: 216-579-0212

Counsel for Defendant General Motors LLC

CERTIFICATE OF SERVICE

I hereby certify that, on December 17, 2012, I electronically filed the foregoing Index of Defendant General Motors LLC's Exhibits regarding its Memorandum of Law in Opposition to Plaintiff UAW's Motion for Summary Judgment and in Support of General Motors LLC's Motion for Summary Judgment with the Clerk of the Court using the ECF system, which will send notification of such filing to the following: W. Gary Kohlman, Andrew D. Roth, and Ramya Ravindran, Bredhoff & Kaiser P.L.L.C., 805 15th Street N.W., Suite 1000, Washington, D.C. 20005. I also will send a copy of any exhibits filed under seal, via regular U.S. mail to UAW counsel on this 17th day of December 2012.

/s/ Johanna Fabrizio Parker
Counsel for Defendant General Motors LLC